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# **POSTAL SAVINGS BANK OF CHINA CO., LTD.**

## **中國郵政儲蓄銀行股份有限公司**

*(A joint stock limited liability company incorporated in the People's Republic of China)*

**(Stock Code: 1658)**

**(Stock Code of Preference Shares: 4612)**

### **NOTICE OF THE 2020 FIRST H SHAREHOLDERS' CLASS MEETING**

**NOTICE IS HEREBY GIVEN** that the 2020 second extraordinary general meeting, 2020 first A Shareholders' class meeting and 2020 first H Shareholders' class meeting (the "**H Shareholders' Class Meeting**") of Postal Savings Bank of China Co., Ltd. (the "**Bank**") will be held at the Head Office of the Bank (No.3 Financial Street, Xicheng District, Beijing) at 2:30 p.m. on Monday, December 21, 2020, among which, to deal with the following matters at H Shareholders' Class Meeting:

#### **SPECIAL RESOLUTIONS**

1. To consider and individually approve each of the following items of the Proposal regarding the A Share Non-public Issuance Plan by Postal Savings Bank of China:
  - (1) Class and nominal value of securities to be issued
  - (2) Method and time of issuance
  - (3) Amount and use of proceeds
  - (4) Target subscriber and subscription method
  - (5) Issue price and pricing principles
  - (6) Number of Shares to be issued
  - (7) Lock-up period of Shares to be issued
  - (8) Listing venue
  - (9) Arrangement of accumulated undistributed profits prior to the completion of the Issuance

(10) Validity period of the resolution

2. To consider and approve the Proposal to the Shareholders' General Meeting to authorize the Board of Directors and its authorized persons to handle the specific matters relating to the Non-public Issuance of A Shares;
3. To consider and approve the Proposal regarding the connected transaction relating to the Non-public Issuance of A Shares of Postal Savings Bank of China; and
4. To consider and approve the Proposal regarding entering into the Share Subscription Contract with Conditions Precedent between Postal Savings Bank of China and the target subscriber.

By order of the Board of Directors  
**Postal Savings Bank of China Co., Ltd.**  
**Du Chunye**  
*Joint Company Secretary*

Beijing, the PRC  
December 4, 2020

*As at the date of this notice, the Board comprises Mr. Zhang Jinliang as Chairman and non-executive Director; Mr. Guo Xinshuang, Mr. Zhang Xuwen and Ms. Yao Hong as executive Directors; Mr. Han Wenbo, Mr. Liu Yaogong, Mr. Liu Yue and Mr. Ding Xiangming as non-executive Directors; Mr. Fu Tingmei, Mr. Wen Tiejun, Mr. Chung Shui Ming Timpson, Mr. Hu Xiang and Ms. Pan Yingli as Independent Non-executive Directors.*

\* *Postal Savings Bank of China Co., Ltd. is not an authorized institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorized to carry on banking and/or deposit-taking business in Hong Kong.*

*Notes:*

1. According to the Hong Kong Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, all resolutions proposed at the H Shareholders' Class Meeting will be voted by poll. After the H Shareholders' Class Meeting, relevant voting results will be published on the website of the Bank ([www.psbc.com](http://www.psbc.com)) as well as the disclosure website of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)).
2. A Shareholder entitled to attend and vote at the H Shareholders' Class Meeting announced to be convened herein is entitled to appoint one or more proxies to attend and, in the event of a poll, vote in his/her stead. A proxy need not be a Shareholder of the Bank.
3. The proxy form together with notarized authorization letters of signatories or other authorization documents (if any) shall be invalid unless they are filled out and returned to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited not less than 24 hours before the time designated for holding the H Shareholders' Class Meeting or any adjournment thereof. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the proxy form will not preclude you from attending and voting in person at the H Shareholders' Class Meeting or any adjournment thereof if you so wish.

4. To determine the name list of H Shareholders entitled to attend the H Shareholders' Class Meeting, the Bank will suspend registration of transfer of H Shares from Tuesday, December 15, 2020 to Monday, December 21, 2020, (both days included). To attend the H Shareholders' Class Meeting, H Shareholders shall, before 4:30 p.m. on Monday, December 14, 2020, submit the share certificates and share transfer documents to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Center, 183 Queen's Road East, Wanchai, Hong Kong.
5. For joint holders, only the one whose name stands first in the Register shall be entitled to attend the H Shareholders' Class Meeting and vote in respect thereof.
6. Shareholders or their proxies shall present their identity documents when attending the H Shareholders' Class Meeting:
  - (1) Legal representatives of legal person Shareholders who attend the meeting shall provide their valid personal identification certificates, valid proof of their capacity as legal representatives and proof of identity as a Shareholder; where the legal representatives delegate others to attend the meeting, proxies of the Shareholder shall provide, in addition to the documents above, their valid personal identification certificates and written form of proxy provided by the legal representatives (including those signed by an authorized person) according to laws. Where the other persons are authorized to attend the meeting by the legal person Shareholders, they shall provide their valid personal identification certificates, resolution of the authorization by the Board of Directors or other decision-making institution of legal person Shareholders and proof of identity as a Shareholder.
  - (2) Natural person Shareholders who attend the meeting in person shall provide their valid personal identification certificates and proof of identity as a Shareholder; where others are delegated to attend the meeting, proxies of Shareholders shall provide their valid personal identification certificates, the authorization letters from the Shareholders and documents proving their Shareholder identities.
7. According to the Articles of Association, if the number of shares of the Bank pledged by the Shareholder is equal to or greater than 50% of the shares held by such Shareholder in the Bank, the voting right attached to the pledged shares may not be exercised at the general meeting. Upon completion of the share pledge registration, the Shareholder shall timely provide the Bank with information relating to the share pledge.
8. The H Shareholders' Class Meeting is expected to last for not more than half a day. Shareholders or their proxies attending the meeting shall be responsible for their own travelling and accommodation expenses.
9. The address of Computershare Hong Kong Investor Services Limited is 17M Floor and Shops 1712-1716, Hopewell Center, 183 Queen's Road East, Wanchai, Hong Kong.
10. The address of the Bank's Registered Office is No. 3 Financial Street, Xicheng District, Beijing, PRC.  
  
Tel.: 86-10-68858158  
Fax: 86-10-68858165
11. Unless otherwise specified, the dates and time contained in this notice are in Hong Kong time.